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**ISDN HOLDINGS LIMITED**

億仕登控股有限公司

*(Incorporated in the Republic of Singapore with limited liability)*

**(Hong Kong stock code: 1656)**

**(Singapore stock code: I07.SI)**

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 30 APRIL 2024**  
**(2) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS  
AND**  
**(3) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

The Board hereby announces that:

1. All the Proposed Resolutions as set out in the AGM Notice were passed by the Shareholders by way of poll at the 2024 AGM.
2. Mr. Lim Siang Kai (“**Mr. Lim**”) has retired as an Independent Non-executive Director, the Chairman of the Audit Committee and Risk Management Committee, as well as a member of the Nominating Committee and Remuneration Committee with effect from 30 April 2024;
3. Mr. Soh Beng Keng (“**Mr. Soh**”) has retired as an Independent Non-executive Director, the Chairman of the Nominating Committee and a member of the Audit Committee, Remuneration Committee and the Risk Management Committee with effect from 30 April 2024;
4. Mr. Sho Kian Hin (“**Mr. Sho**”) has been appointed as an Independent Non-executive Director, the Chairman of the Nominating Committee and Remuneration Committee, and a member of the Audit Committee and Risk Management Committee with effect from 30 April 2024; and
5. Ms. Heng Su-Ling Mae (“**Ms. Heng**”) has been appointed as an Independent Non-executive Director, the Chairman of the Audit Committee and Risk Management Committee, and a member of the Remuneration Committee and Nominating Committee with effect from 30 April 2024.

## POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 30 APRIL 2024

The board (the “**Board**”) of directors (the “**Directors**”) of ISDN Holdings Limited (the “**Company**”) is pleased to announce that all the proposed resolutions (the “**Proposed Resolutions**”) as set out in the notice of the annual general meeting of the Company (the “**AGM**”) dated 28 March 2024 (the “**AGM Notice**”) to the holders of the Company’s ordinary shares (the “**Shares**” and the “**Shareholders**”, respectively) were passed by the Shareholders by way of poll at the AGM held on 30 April 2024 (the “**2024 AGM**”).

As at the date of the 2024 AGM, there were 446,000,209 issued Shares entitling the Shareholders to attend and vote for or against all the Proposed Resolutions at the 2024 AGM.

### SCRUTINEER

Pursuant to Rule 704(16)(c) of the Listing Manual, Reliance 3P Advisory Pte Ltd was appointed as the scrutineer for the AGM.

The poll results in respect of all the Proposed Resolutions at the 2024 AGM are set out as follows:

Resolution number and details	Total number of Shares represented by votes for and against the relevant resolution	For		Against		Abstained <sup>(1)</sup>	
		Number of Shares	As a percentage of total number of votes for and against the resolution (%)	Number of Shares	As a percentage of total number of votes for and against the resolution (%)	Number of Shares	Percentage (%)
<b>Resolution 1</b>  To receive and adopt the Directors’ Statement and the audited consolidated financial statements of the Company and its subsidiaries for the financial year ended 31 December 2023 together with the external auditor’s report thereon.	190,145,694	190,115,117	99.984	30,577	0.016	545,900	-

Resolution number and details	Total number of Shares represented by votes for and against the relevant resolution	For		Against		Abstained <sup>(1)</sup>	
		Number of Shares	As a percentage of total number of votes for and against the resolution (%)	Number of Shares	As a percentage of total number of votes for and against the resolution (%)	Number of Shares	Percentage (%)
<b>Resolution 2</b>  To declare a first and final tax-exempt (one-tier) dividend of 0.28 Singapore cents (equivalent to 1.63 Hong Kong cents) per ordinary share for the financial year ended 31 December 2023.	190,691,594	190,691,594	100.000	-	-	-	-
<b>Resolution 3</b>  To approve the payment of Directors' fees of S\$215,985 for the financial year ending 31 December 2024 (2023: S\$215,985).	190,102,796	190,072,219	99.984	30,577	0.016	588,798	-
<b>Resolution 4</b>  To re-elect Mr. Kong Deyang who will retire by rotation pursuant to Regulation 89 of the Constitution of the Company and who, being eligible, offered himself for re-election. <sup>(2)</sup>	190,588,719	187,559,649	98.411	3,029,070	1.589	102,875	-

Resolution number and details	Total number of Shares represented by votes for and against the relevant resolution	For		Against		Abstained <sup>(1)</sup>	
		Number of Shares	As a percentage of total number of votes for and against the resolution (%)	Number of Shares	As a percentage of total number of votes for and against the resolution (%)	Number of Shares	Percentage (%)
<b>Resolution 5</b> To appoint Mr. Sho Kian Hin pursuant to Regulation 91 of the Constitution of the Company and who, being eligible, offered himself for election. <sup>(3)</sup>	190,619,296	190,570,921	99.975	48,375	0.025	72,298	-
<b>Resolution 6</b> To appoint Ms. Heng Su-Ling Mae pursuant to Regulation 91 of the Constitution of the Company and who, being eligible, offered herself for election. <sup>(4)</sup>	190,619,296	188,980,739	99.140	1,638,557	0.860	72,298	-
<b>Resolution 7</b> To re-appoint Messrs Moore Stephens LLP as external auditor of the Company for the financial year ending 31 December 2024 and to authorise Directors of the Company to fix their remuneration.	190,596,119	190,596,119	100.000	-	-	95,475	-

Resolution number and details	Total number of Shares represented by votes for and against the relevant resolution	For		Against		Abstained <sup>(1)</sup>	
		Number of Shares	As a percentage of total number of votes for and against the resolution (%)	Number of Shares	As a percentage of total number of votes for and against the resolution (%)	Number of Shares	Percentage (%)
<b>AS SPECIAL BUSINESS</b>							
<b>Resolution 8</b> To approve the general mandate to issue new Shares.	190,082,411	187,053,341	98.406	3,029,070	1.594	588,798	-
<b>Resolution 9</b> To approve the annual mandate to issue new Shares under the ISDN PSP.	44,103,615	41,074,545	93.132	3,029,070	6.868	146,587,979	-

*Notes:*

- (1) The total number of Shares votes and the approximate percentage of total votes excluded the total number of Shares votes abstained by the Shareholders.
- (2) Mr. Kong Deyang, if re-elected as a Director, will remain as an Executive Director.
- (3) Mr. Sho Kian Hin, if elected as a Director, will be appointed as an Independent Non-executive Director, and will be the Chairman of the Nominating Committee and Remuneration Committee, and a member of the Audit Committee and Risk Management Committee. Mr. Sho Kian Hin, is considered independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST.
- (4) Ms. Heng Su-Ling Mae, if elected as a Director, will be appointed as an Independent Non-executive Director, and will be the Chairman of the Audit Committee and Risk Management Committee, and a member of the Remuneration Committee and Nominating Committee. Ms. Heng Su-Ling Mae is considered independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST.

As more than 50% of the votes were cast in favour of each of the Proposed Resolutions, all of them were duly passed as ordinary resolutions of the Company.

All the Directors attended the 2024 AGM in person excluding Mr. Kong Deyang.

Details of parties who are required to abstain from voting on any resolutions

Shareholders who are eligible to participate in the ISDN Performance Share Plan (the “**ISDN PSP**”), including proxies of such Shareholders, have abstained from voting on Resolution 9 in relation to the ISDN PSP. The aggregate number of Shares which abstained from Resolution 9 in relation to the ISDN PSP is 146,587,979 Ordinary Shares in the capital of the Company.

## RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

Reference is made to the announcement of the Company dated 28 March 2024 in relation to the retirement of Independent Non-executive Director.

**Mr. Lim Siang Kai** (“**Mr. Lim**”), Independent Non-executive Director

Mr. Lim has retired as an Independent Director, Chairman of the Audit Committee and Risk Management Committee, as well as a member of the Nominating Committee and Remuneration Committee with effect from the conclusion of the 2024 AGM.

Mr. Lim has confirmed that he has no disagreement with the Board and there is no other matter that needs to be brought to the attention of the Shareholders.

**Mr. Soh Beng Keng** (“**Mr. Soh**”), Independent Non-executive Director

Mr. Soh retired as an Independent Non-executive Director, Chairman of the Nominating Committee and a member of the Audit Committee, Remuneration Committee and Risk Management Committee with effect from the conclusion of the 2024 AGM.

Mr. Soh has confirmed that he has no disagreement with the Board and there is no other matter that needs to be brought to the attention of the Shareholders.

## APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board is pleased to announce that Mr. Sho and Ms. Heng have been appointed as Independent Non-executive Directors.

**Mr. Sho Kian Hin** (“**Mr. Sho**”), Independent Non-executive Director

Mr. Sho has been appointed as an Independent Non-executive Director, the Chairman of the Nominating Committee and Remuneration Committee, and a member of the Audit Committee and Risk Management Committee with effect from 30 April 2024.

**Ms. Heng Su-Ling Mae** (“**Ms. Heng**”), Independent Non-executive Director

Ms. Heng has been appointed as an Independent Non-executive Director, the Chairman of the Audit Committee and Risk Management Committee, and a member of the Remuneration Committee and Nominating Committee with effect from 30 April 2024.

The Board would like to take this opportunity to express its warm welcome to Mr. Sho and Ms. Heng on their joining of the Board and extend its sincere gratitude to Mr. Lim and Mr. Soh for their valuable contributions to the Company during their tenure of office. Biographical details of Mr. Sho and Ms. Heng are set out in the Circular. As at the date of the 2024 AGM, there has been no change in such information.

By Order of the Board  
**ISDN Holdings Limited**  
**Tan Soon Liang**  
*Chairman*

Singapore, 30 April 2024

*As at the date of this announcement, the Board comprises Mr. Teo Cher Koon and Mr. Kong Deyang as executive Directors; Mr. Toh Hsiang-Wen Keith as non-executive Director; and Mr. Tan Soon Liang (Chairman), Mr. Sho Kian Hin and Ms. Heng Su-Ling Mae as independent non-executive Directors.*